

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W. R. GRACE & CO., et al., ¹)	Case No. 01-01139 (JKF)
)	(Jointly Administered)
)	
Debtors.)	Objection Deadline: November 26, 2003, at 4:00 p.m. Hearing Date: TBD only if necessary

**FEE DETAIL FOR KIRKLAND & ELLIS LLP'S MONTHLY FEE APPLICATION
FOR THE PERIOD FROM SEPTEMBER 1, 2003 THROUGH SEPTEMBER 30, 2003**

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

EXHIBIT A

Matter 17 – Relief from Stay – Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/23/03	James W Kapp	.30	Review Oldcastle automatic stay motion.
9/23/03	Christian J Lane	1.30	Review motion for relief from stay (.5); correspondence with client re same (.3); telephone conference with movant re hearing date (.2); office conference re same (.3).
9/29/03	Christian J Lane	1.30	Review motion of Oldcastle and draft response to same.
9/30/03	Christian J Lane	1.50	Correspondence re Oldcastle motion (.5); revise response (.7); office conference re Oldcastle motion (.3).
	Total hours:	4.40	

Matter 19 – Claims Analysis Objection & Resolution (Non-Asbestos) – Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/02/03	Rhonda Lopera	1.00	Review and analyze call log re omnibus objection to claims (.7); update and revise same (.3).
9/02/03	Tracy J McCollom	.10	Respond to creditor call re withdrawn objections.
9/02/03	Tiffany J Wood	1.50	Retrieve and review proofs of claim.
9/03/03	Tiffany J Wood	.50	Review messages re omnibus objection and update call log re same.
9/04/03	Tiffany J Wood	.50	Review messages re omnibus objection and update call log re same.
9/04/03	Christian J Lane	.30	Telephone conference with client re litigation claims and objection process.
9/09/03	Tiffany J Wood	1.50	Review proof of claim and return message from claimant re omnibus objection (1.0); review messages re omnibus objection and update call log re same (.5).
9/09/03	Christian J Lane	.50	Telephone conferences with creditors re claims objections.
9/10/03	Rhonda Lopera	1.00	Review and analyze docket re responses to claim objection (.7); respond to creditor calls re same (.3).
9/11/03	Tracy J McCollom	3.50	Retrieve responses re withdrawn objections (1.5); prepare binder re same (2.0).
9/11/03	Tiffany J Wood	3.50	Review proofs of claim re claimant contact information and follow up re same (.5); retrieve responses to omnibus objection and prepare binder with same for client review (3.0).
9/12/03	Rhonda Lopera	2.00	Review and analyze docket re responses to omnibus claim objection (1.0); respond to creditor calls re same (.5); update index of calls re same (.5).
9/16/03	Rhonda Lopera	1.50	Review and analyze exhibits re claim objections (1.0); interoffice conference re same (.3); telephone conference with BMC re same (.2).
9/18/03	Rhonda Lopera	2.00	Review and analyze responses re omni objection (.7); review and analyze docket re same (.6); respond to creditor calls re same (.4); update and revise index re creditor responses (.3).
9/19/03	James W Kapp	.50	Receive status re resolution of certain claims re second omnibus objection to claims (.2); review summary of claim treatment (.3).
9/19/03	Christian J Lane	1.00	Revise claims orders and exhibits (.6); prepare summary of status (.4).
9/24/03	Christian J Lane	.80	Office conference re claims objections.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/25/03	Rhonda Lopera	4.50	Review and analyze exhibits re 3rd and 4th omnibus objections (2.0); interoffice conference re same (.5); prepare and revise omnibus objections (1.0); review and analyze correspondence from client re classification of objections (1.0).
9/25/03	Tiffany J Wood	.70	Review proofs of claim re address and follow up re same (.5); assist with preparation of omnibus objections to claims (.2).
9/25/03	Christian J Lane	1.20	Telephone conference with client re claim reconciliation issues (.4); office conferences re claims objection preparations (.8).
9/26/03	Rhonda Lopera	1.50	Review and analyze claim objection exhibits (1.0); interoffice conference re same (.3); telephone conference with BMC re same (.2).
9/26/03	Tiffany J Wood	2.50	Assist with preparation of omnibus objections to claims.
	Total hours:	32.10	

Matter 20 – Case Administration – Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/01/03	Christian J Lane	.80	Review correspondence and filed pleadings.
9/02/03	Rhonda Lopera	1.00	Review and analyze docket re hearing dates (.7); respond to creditor calls (.3).
9/02/03	Tracy J McCollom	1.20	Respond to docket retrieval request re first day precedent orders (.5); contact co-counsel re members of creditor committees (.7).
9/02/03	Christian J Lane	1.00	Review filed pleadings and correspondence (.4); review and comment on critical dates (.3); office conferences re case strategy issues (.3).
9/02/03	Shirley A Pope	4.50	Review docket for newly filed pleadings and download same (2.0); review correspondence and forward to responsible attorney for action (.5); review and analyze pleadings for Concordance litigation support system (2.0).
9/03/03	Rhonda Lopera	1.50	Review and analyze docket re critical dates (.8); update and revise critical dates (.2); interoffice conference re same (.3); respond to creditor calls (.2).
9/03/03	Tracy J McCollom	.20	Contact co-counsel re members of creditor committee update.
9/03/03	Tiffany J Wood	1.00	Review docket and adversary dockets re newly filed pleadings and distribute same for attorney review (.5); analyze new correspondence and enter same into electronic filing database (.5).
9/03/03	James W Kapp	.20	Review pleadings and correspondence.
9/03/03	Christian J Lane	.50	Review filed pleadings (.3); correspondence re extension of time to assume or reject leases (.2).
9/03/03	Shirley A Pope	4.00	Review docket for newly filed pleadings and download same (2.0); review correspondence and forward to responsible attorney for action (.5); review Gerard Appeal documents for Concordance litigation support system database (1.0); review appeal docket to ensure completeness of litigation support database (.5).
9/04/03	James W Kapp	.60	Review docket (.1); review pleadings and correspondence (.2); review correspondence to committees re plan meetings (.2); review Daily Bankruptcy Review article re court order for Grace to pay for vermiculite cleanup (.1).
9/04/03	Christian J Lane	1.80	Telephone conference with local counsel re agenda and open matters (.3); correspondence re lease rejection extension (.1); draft motion to extend deadline to reject leases (1.4).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/04/03	Shirley A Pope	4.00	Review correspondence and forward to responsible attorney for action (.5); review docket for newly filed pleadings and download same (2.0); review pleadings for Concordance litigation support system (1.5).
9/05/03	James W Kapp	.50	Revise motion to extend period to reject leases.
9/05/03	Christian J Lane	1.00	Telephone conference with client re motion to approve insurance settlement (.2); office conference re same (.3); revise motion (.5).
9/05/03	Shirley A Pope	3.50	Review docket for newly filed pleadings and download same (1.0); review correspondence and forward to responsible attorney for action (.5); review pleadings for Concordance litigation support system (2.0).
9/08/03	Rhonda Lopera	2.00	Retrieve and review order re appointment of creditors committee (.5); review and analyze pleadings re incorporation into central file (1.0); review and analyze docket re ZAI hearing dates (.5).
9/08/03	Tiffany J Wood	2.00	Review docket re status of motions and update status chart re same (1.0); review docket re motion for omnibus settlement procedure and follow up re same (1.0).
9/08/03	Shirley A Pope	5.00	Review correspondence and forward to responsible attorney for action (.5); review docket for newly filed pleadings and download same (2.0); review pleadings for Concordance litigation support system (2.5).
9/09/03	Rhonda Lopera	1.50	Review and analyze docket re critical dates (.7); update and revise critical dates (.3); retrieve responses and orders re Chackanian adversary proceeding (.5).
9/09/03	Tiffany J Wood	2.00	Analyze new correspondence and enter same into electronic filing database.
9/09/03	Christian J Lane	1.20	Revise motion re insurance settlement (.4); telephone conferences re same (.3); office conferences re status of open matters (.5);
9/09/03	Shirley A Pope	1.50	Review docket for newly filed pleadings and download same (1.0); review pleadings for Concordance litigation support system (.5).
9/10/03	Rhonda Lopera	1.50	Review and analyze case precedent re asbestos bankruptcy cases (1.0); interoffice conference re same (.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/10/03	Tiffany J Wood	2.00	Review docket and adversary dockets re newly filed pleadings and distribute same for attorney review (.5); retrieve case summary on Westlaw and follow up re same (.5); review contact information re appointed committees and update central files re same (1.0).
9/10/03	Shirley A Pope	4.50	Review correspondence and forward to responsible attorney for action (.5); review Chakarian adversary docket for newly filed pleadings and download same (.5); review docket for newly filed pleadings and download same (1.5); review pleadings for Concordance litigation support system (2.0).
9/11/03	Rhonda Lopera	1.00	Retrieve pleadings and orders re fee examiner (.6); review and analyze docket re creditor committee pleadings (.4).
9/11/03	Janet S Baer	.30	Review lease rejection motion.
9/11/03	Tiffany J Wood	2.00	Review docket and adversary dockets re newly filed pleadings and distribute same for attorney review (.5); review adversary docket re preliminary injunction and follow up re same (.5); review docket re notice of appointment of property damage committee and follow up re same (1.0).
9/11/03	Christian J Lane	1.00	Finalize motion to extend time to assume or reject leases.
9/11/03	Shirley A Pope	4.50	Review correspondence and forward to responsible attorney for action (.5); review docket for newly filed pleadings and download same (1.5); review and catalog pleadings for Concordance litigation support system (2.0); review appellate dockets and compare to litigation support database to ensure completeness (.5).
9/12/03	Rhonda Lopera	1.50	Review and analyze pleadings re incorporation into central file (.7); review and analyze docket re recently entered orders (.5); review and update order binder (.3).
9/12/03	James W Kapp	.50	Review pleadings and correspondence.
9/12/03	Shirley A Pope	5.50	Review docket for newly filed pleadings and download same (1.0); review pleadings for Concordance litigation support system (2.0); review Smolkers pleadings for litigation support system (.5); review documents for subject files re Grace main file (2.0).
9/13/03	James W Kapp	.10	Review docket.
9/15/03	Rhonda Lopera	2.00	Retrieve and revise orders re critical dates (.7); update and revise critical dates (.5); interoffice conference re asbestos case precedent (.5); respond to creditor calls re case status (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/15/03	Tiffany J Wood	3.00	Review adversary docket re response to motion and prepare same for attorney review (.5); review adversary docket re hearing date and follow up re same (.5); review docket re retention application and responses and prepare same for attorney review (2.0).
9/16/03	Janet S Baer	.50	Review Canadian report and revise same.
9/16/03	Tiffany J Wood	2.50	Review docket and adversary docket re status of motions and update status chart re same (.5); review docket re newly filed orders and update indices and central files re same (.5); retrieve pleadings re 9/22 hearing and prepare binder of same for attorney review (1.5).
9/16/03	James W Kapp	.30	Review court order re working committees (.1); review pleadings and correspondence (.2).
9/16/03	Shirley A Pope	2.00	Review docket for newly filed pleadings and download same (1.0); review pleadings for Concordance litigation support system (1.0).
9/17/03	Rhonda Lopera	1.00	Retrieve case precedent re negative notice (.3); review and analyze docket re exclusivity extension and signed order re same (.5); respond to creditor calls (.2).
9/17/03	Tiffany J Wood	4.50	Review adversary docket re motion to expand the preliminary injunction and distribute same for attorney review (.5); review docket re hearing agenda and revise critical dates re same (1.0); review docket re expiration of exclusivity and follow up re same (.5); interoffice conference re instructions for asbestos case precedent project (.5); review and prepare asbestos case precedent for attorney review (2.0).
9/17/03	James W Kapp	.20	Review memorandum re outstanding issues.
9/17/03	Shirley A Pope	6.80	Review docket for newly filed pleadings and download same (2.0); review pleadings for Concordance litigation support system (3.0); review correspondence and forward to responsible attorney for action (.8); review and revise pleadings litigation support system (1.0).
9/18/03	Rhonda Lopera	3.00	Review and analyze docket re adversary hearing dates (.7); interoffice conference re same (.3); review and analyze case precedent re asbestos cases (1.2); update index re same (.8).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/18/03	Tiffany J Wood	3.00	Review docket and adversary docket re newly filed pleadings and distribute same for attorney review (.5); review docket re status of motions and update status chart re same (.5); review docket re negative notice settlement and follow up re same (.5); contact claims agent re service of claims bar date notice and follow up re same (.5); retrieve, review, and prepare asbestos case precedent for attorney review (1.0).
9/18/03	James W Kapp	.50	Review critical date list (.1); review docket (.1); review pleadings and correspondence (.2); attend to extension of lease rejection period (.1).
9/18/03	Shirley A Pope	5.80	Review correspondence and forward to responsible attorney for action (.8); review docket for newly filed pleadings and download same (1.0); review pleadings for Concordance litigation support system (2.0); review and organize documents forwarded by attorneys for inclusion in Grace subject files (2.0).
9/19/03	Tiffany J Wood	1.50	Analyze correspondence and enter same into electronic filing database (1.0); update central files with current pleadings (.5).
9/19/03	Christian J Lane	1.50	Review correspondence and recent pleadings (.8); office conferences re status of open matters (.7).
9/19/03	Shirley A Pope	6.00	Review docket for newly filed pleadings and download same (1.0); review pleadings for Concordance litigation support system (3.0); review and revise Concordance litigation support database re Chakarian pleadings (1.0); review correspondence and forward to responsible attorney for action (.5); review and organize documents forwarded by attorneys for inclusion in Grace subject files (.5).
9/22/03	Rhonda Lopera	2.50	Review and analyze schedules and statements re unsecured claims (.7); interoffice conference re same (.3); review and analyze pleadings re incorporation into central file (1.0); review and retrieve adversary order (.5).
9/22/03	Tiffany J Wood	3.50	Review docket and adversary dockets re newly filed pleadings and distribute same for attorney review (.5); review docket re status of motions and update status chart re same (1.5); review docket re critical dates and update central files re same (1.5).
9/22/03	James W Kapp	1.90	Attend to follow-up issues arising from omnibus hearing.
9/22/03	Christian J Lane	.30	Review correspondence and pleadings.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/22/03	Shirley A Pope	6.50	Review docket for newly filed pleadings and download same (2.0); review pleadings for the Concordance litigation support system (2.0); review litigation support database re Gerard appellate briefs (.5); review and edit Concordance litigation support database re Chakarain and appellate briefs to ensure completeness (1.0); analyze and forward correspondence to responsible attorney for action (.5); analyze and prepare documents forwarded by attorneys for inclusion in Grace main file (.5).
9/23/03	Rhonda Lopera	4.00	Review and analyze case precedent re asbestos cases (.7); interoffice conference re same (.3); retrieve and review orders re same (.5); review and analyze motion status chart (.5); review and analyze docket re critical dates (1.0); interoffice conference re same (.3); update and revise critical dates chart (.7).
9/23/03	Tiffany J Wood	4.00	Retrieve claim and follow up re same (.5); review docket re status of motions and update status chart re same (.5); retrieve, review and prepare asbestos case precedent for attorney review (3.0).
9/23/03	James W Kapp	.30	Review pleadings and correspondence (.2); review docket (.1).
9/23/03	Christian J Lane	.70	Contact PD committee re list of current members of committee (.2); correspondence with client re same (.2); review critical dates list (.3).
9/23/03	Shirley A Pope	4.00	Review docket for newly filed pleadings and download same (1.5); review pleadings for Concordance litigation support system (2.5).
9/24/03	Rhonda Lopera	1.00	Review and analyze docket re signed stipulation (.6); telephone conference with creditor's counsel re same (.4).
9/24/03	Tiffany J Wood	4.50	Retrieve, review and prepare asbestos case precedent for attorney review (3.0); analyze new correspondence and update central files re same (1.0); review adversary docket re motion to approve settlement and follow up with R. Lopera re same (.5).
9/24/03	James W Kapp	.20	Review pleadings and correspondence.
9/24/03	Shirley A Pope	3.00	Review docket for newly filed pleadings and download same (1.0); review pleadings for Concordance litigation support system (2.0).
9/25/03	Rhonda Lopera	1.00	Review and analyze adversary dockets re critical dates (.7); interoffice conference re same (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/25/03	Tiffany J Wood	3.30	Review docket and adversary dockets re newly filed pleadings and distribute same for attorney review (.5); review adversary docket re CNO's filed by Milberg Weiss and prepare same for attorney review (1).
9/25/03	Christian J Lane	.50	Review correspondence, pleadings and critical dates.
9/25/03	Shirley A Pope	4.50	Review docket for newly filed pleadings and download same (1.5); review pleadings for Concordance litigation support system (3.0).
9/26/03	Rhonda Lopera	1.50	Review and analyze docket re signed stipulation and order (.5); review and analyze case precedent re asbestos cases (1.0).
9/26/03	Shirley A Pope	5.50	Analyze and prepare documents for attorney use (.5); review docket for newly filed pleadings and download same (2.0); catalog pleadings for Concordance litigation support system (3.0).
9/29/03	Tracy J McCollom	4.50	Search court dockets re key precedent in major asbestos cases (2.5); create and update summary tables re same (1.0); prepare same for attorney review (.8); respond to creditor call re withdrawn objections (.2).
9/29/03	Tiffany J Wood	4.00	Telephone conference with clerk re change of address request (.5); assist with preparation of omnibus objection to claims (3.5).
9/29/03	James W Kapp	.20	Review docket (.1); review pleadings and correspondence (.1).
9/29/03	Shirley A Pope	4.00	Review docket for newly filed pleadings and download same (1.0); review pleadings for Concordance litigation support system (3.0).
9/30/03	Rhonda Lopera	1.00	Review and analyze docket re critical dates (.6); interoffice conference re same (.4).
9/30/03	Tiffany J Wood	2.00	Draft letter to clerk of the court re request for change of address (.5); retrieve various orders re case management and distribute same for attorney review (1.5).
9/30/03	James W Kapp	2.30	Internal status conference re outstanding issues in chapter 11 cases (1.8); attend to issues re same (.3); review pleadings and correspondence (.2).
9/30/03	Shirley A Pope	5.00	Review docket for newly filed pleadings and download same (1.5); review Chakarian pleadings for Concordance litigation support system (3.0); review and compare Chakarian docket against Concordance litigation support database to ensure completeness (.5).
	Total hours:	186.70	

Matter 21 – Claims Analysis Objection & Resolution (Asbestos) – Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/05/03	Christian J Lane	1.50	Revise application to retain Future Representative (.8); office conference re same (.3); correspondence re same (.4).
9/08/03	Janet S Baer	.20	Review letter from R. Finke re Property Damage claim issues.
9/10/03	Christian J Lane	.40	Office conference re objections and responses re asbestos property damage claims.
9/16/03	Janet S Baer	.30	Review Rust letter on claims inquiries and respond with revisions.
	Total hours:	2.40	

Matter 23 – Business Operations – Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/02/03	Christian J Lane	.80	Telephone conference with Seller's counsel re motion for acquisition (.3); telephone conferences with client re same (.5).
9/03/03	Christian J Lane	1.20	Telephone conferences with client re insurance settlement (.4); review and revise motion re insurance settlement (.8).
9/04/03	James W Kapp	1.00	Revise motion to approve agreement with KWELMB Companies.
9/04/03	Christian J Lane	2.50	Telephone conference with client re potential acquisition (.2); office conference re insurance settlement (.4); revise motions re same (.6); revise motions (1.3).
9/05/03	James W Kapp	.70	Revise notice to approve settlement agreement with KWELMB companies.
9/08/03	James W Kapp	.50	Revise motion to approve settlement agreement with KWELMB.
9/08/03	Christian J Lane	2.70	Review and revise motion re potential acquisition (2.0); review and revise motion re insurance settlement (.4); telephone conferences with client re same (.3).
9/09/03	Christian J Lane	4.50	Review and revise motion re potential acquisition (4.2); telephone conferences with client re same (.3).
9/10/03	James W Kapp	.60	Review motion to advance funds to acquire assets.
9/10/03	Christian J Lane	4.50	Telephone conferences with client re potential acquisition (1.3); revise motion (1.7); correspondence with seller's counsel (.5); correspondence re insurance settlement (.3); review and revise motion re same (.3); correspondence re patent license issues (.3); office conferences re same (.1).
9/11/03	James W Kapp	.90	Revise motion to advance funds to acquire assets.
9/11/03	Christian J Lane	2.30	Telephone conferences with client re potential acquisition (.4); revise motion (.3); correspondence with seller's counsel (.3); office conference re same (.4); correspondence re insurance settlement (.2); review and revise motion re same (.2); office conference re same (.2); correspondence re patent license issues (.1); office conferences re same (.2).
9/12/03	Janet S Baer	.90	Conference with Blackstone and Grace representatives re Paramagnetic License issue (.5); review materials re same (.2); office conference re foreign sale issue and court approval (.2).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/15/03	Janet S Baer	.80	Participate in telephone conference with Roche counsel re license agreement and bankruptcy procedure re same.
9/16/03	Janet S Baer	.60	Confer with M. Shelnitz re further issues on potential Roche licensing agreement (.3); review Galaros provisions for S. Ahern (.3).
9/17/03	Janet S Baer	.40	Confer with S. Ahern (twice) re Galaros sale issues.
9/19/03	James W Kapp	1.20	Review motion re potential acquisition of assets (.3); review order re potential requisition of assets (.1); review portions of escrow agreement re same (.8).
9/19/03	Christian J Lane	3.00	Revise motion and order re potential acquisition (1.0); telephone conferences with client re same (1.2); correspondence re same (.8).
9/20/03	Christian J Lane	1.50	Telephone conferences with client re potential acquisition (.8); correspondence re same (.7).
9/21/03	Christian J Lane	2.00	Telephone conferences with client re potential acquisition (1.3); analyze issues re same (.7).
9/22/03	Christian J Lane	4.00	Telephone conferences with client re potential acquisition (1.6); revise motion and order (2.4).
9/23/03	Christian J Lane	.50	Review provisions of license agreement (.3); correspondence re same (.2).
9/24/03	Michael H Kerr, P.C.	2.50	Conference re securities law disclosure issue re filing of motion re potentially disclosable event and legal research.
9/24/03	Christian J Lane	2.50	Telephone conferences with client re operational issues (1.8); office conference re same (.7).
9/25/03	Christian J Lane	.60	Telephone conference re real estate lease issues.
	Total hours:	42.70	

Matter 27 – Employee Benefits/Pension – Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/02/03	Christian J Lane	.20	Telephone conference with client re pension funding (.1); office conference re same (.1).
9/03/03	Christian J Lane	3.10	Telephone conference with PI Committee counsel re Independent fiduciary (.6); telephone conferences with client re same (1.4); correspondence with creditors committee counsel re same (.3); analyze issues re same (.8).
9/08/03	Christian J Lane	1.00	Telephone conferences with Blackstone and local counsel re pension funding (.5); analyze issues re same (.5).
9/10/03	Christian J Lane	.10	Telephone conference with client re employee issues.
9/11/03	Christian J Lane	.20	Telephone conference with client re employee issues.
9/24/03	James W Kapp	1.80	Review correspondence and attachments from B. McGowan re certain employee agreement term sheets (.5); address strategy issues re same (.3); telephone conference with J. Forgach and M. Shelnitz re same (1.0).
	Total hours:	6.40	

Matter 28 – Litigation and Litigation Consulting – Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
8/29/03	Bibliographic Research	.30	Bibliographic Research U.S. v W.R. Grace.
9/01/03	Brett H McGurk	1.80	Read background history of Zonolite mining in Libby and EPA's response efforts (1.0); draft document for insertion in CA9 brief (.8).
9/02/03	Janet S Baer	2.20	Attend to matters re Gerard filing with 3rd Circuit (.5); confer with C. Pericone re MVC discovery and confidentiality issues (.3); prepare correspondence re same (.3); review final draft materials for Gerard appeal (.5); confer with J. Yang re CNA workers compensation settlements (.3); confer with J. Hughes re MVC issues (.3).
9/02/03	Brett H McGurk	3.30	Conference call with client and follow up (.5); research on appellate bond question (1.5); conference call with local counsel (.5); analyze Judge Molloy opinion of last week (.8).
9/02/03	Christopher Landau	1.30	Conference call with client re case (.5); follow up with trial counsel (.8).
9/02/03	Christian J Lane	1.60	Draft correspondence re National Union adversary (.5); office conference re same (.5); office conferences re Montana Vermiculite (.6).
9/02/03	Shirley A Pope	2.00	Review ZAI pleadings for Concordance litigation support system.
9/03/03	Janet S Baer	1.00	Conferences with C. Pernicone re Montana Vermiculite discovery issues (.5); follow up re same (.5).
9/03/03	Brett H McGurk	4.80	Research automatic stay provision of Bankruptcy Code in conjunction with CERCLA enforcement actions (1.5); research CA9 authority on point (.7); draft memo to client with assessment and conclusions (1.8); research GAAP point from latest district court order (.8).
9/03/03	Christian J Lane	2.80	Telephone conference with client re National Union adversary (.5); telephone conference with Royal counsel re Montana Vermiculite (.5); draft correspondence re National Union adversary (.4); office conferences re Montana Vermiculite issues (.6); correspondence re Montana Vermiculite (.4); office conferences re Smolker litigation (.4).
9/03/03	Scott A McMillin	1.00	Conferences with M. Favorito and S. Slusser re DOT inspection (.5); prepare for interviews of Grace employees (.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/03/03	Shirley A Pope	2.00	Review ZAI pleadings for Concordance litigation support system.
9/04/03	Janet S Baer	.70	Office conference re status of futures rep motion, Libby appeal and issues re same (.3); confer with J. Hughes re follow up on Royal/Montana Vermiculite discovery (.2); respond to inquiries on Costa and Thornberg and Solow matters (.2).
9/04/03	Tiffany J Wood	1.50	Review central files re schedules and sofas and prepare same for attorney review re Montana Vermiculite.
9/04/03	Christian J Lane	.30	Draft correspondence re Montana Vermiculite issues.
9/04/03	Scott A McMillin	3.80	Prepare for and interview Grace employees re Superior truck incident (3.3); conference with L. Duff and K. Ethier re same (.5).
9/05/03	Janet S Baer	.80	Office conferences re Futures Rep., Montana Vermiculite and Florida tax motions (.3); review memo and code re Libby bond issue and confer re same (.5).
9/05/03	Christian J Lane	1.20	Review and revise response to National Union motion for summary judgment.
9/05/03	Scott A McMillin	.30	Office conference re interviews of 51st Street employees.
9/08/03	Janet S Baer	.80	Confer with W. Sparks re Sequa letter on claim and related matters (.3); review draft discovery request re Montana Vermiculite (.3); review draft re National Union motion (.2).
9/08/03	Christian J Lane	2.20	Draft responses and objections to Gerard discovery request (1.3); telephone conference with local counsel re stipulations re non-debtor related litigation (.2); telephone conference with client re post-petition litigation (.4); review motions and orders re same (.3).
9/09/03	Janet S Baer	.50	Review response re National Union summary judgment motion.
9/09/03	Brett H McGurk	1.80	Prepare for conference call including reading Grace's proposed findings and cross referencing with Judge Molloy's latest order (.8); conduct CERCLA research in other jurisdictions (1.0).
9/09/03	Christian J Lane	2.00	Telephone conferences with local counsel re stipulations re litigation not directly involving debtors (.4); review motions re same (.4); correspondence re same (.2); telephone conference with client re post-petition litigation (.5); telephone conferences re Gerard issues (.5).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/10/03	Janet S Baer	4.20	Office conferences re Montana Vermiculite, National Union, Florida tax and related motions (.5); review response re Montana Vermiculite and further revise discovery requests (.5); revise National Union response and confer re same (1.0); attend to matters re Montana Vermiculite response, discovery and reply (.5); revise response re State Street Bank retention (.8); further revise National Union response (.3); review lease rejection motion (.2) and review motions re same (.4).
9/10/03	Brett H McGurk	1.80	Conference call and meeting with client and trial counsel (1.0); follow up research (.8).
9/10/03	Christopher Landau	1.00	Discuss appellate issues/potential rehearing issues with trial counsel.
9/10/03	Christian J Lane	3.50	Office conference re National Union adversary (.4); revise response to summary judgment motion (2.6); telephone conference with client re pending litigation (.2); revise Montana Vermiculite discovery response (.3).
9/10/03	Scott A McMillin	.30	Conferences with S. Slusser re meeting with J. Thompson (.2); conference re states' attorneys interviews (.1).
9/11/03	Janet S Baer	5.30	Revise motion re Smolker appeals and injunction (.5); further revise State Street retention motion (1.0); review Montana Vermiculite file re Plaintiffs, issues and reply (.8); prepare MVC reply brief (2.5); revise Pacific Villas and related motion on injunction (.3); office conference re all due litigation pleadings (.2).
9/11/03	Christian J Lane	1.20	Telephone conference with client re pending litigation (.2); revise Montana Vermiculite discovery response (.3); review and revise notice re stipulations re Smolker litigation (.4); office conferences re same (.3).
9/12/03	Janet S Baer	3.20	Further revisions on MVC reply and supplement same.
9/12/03	James W Kapp	.60	Telephone conference with M. Shelnitz re potential settlement of Italian litigation.
9/15/03	James W Kapp	1.30	Review settlement agreement re Italian litigation (.8); telephone conference with M. Shelnitz and W. Baker re Italian settlement agreement (.5).
9/16/03	Janet S Baer	.70	Conference with J. Wissler re Montana Vermiculite matter (.3); review draft Hatco Agreement re remediation (.4).
9/16/03	Brett H McGurk	1.50	Telephone conference and conference in person with client.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/16/03	Christopher Landau	1.50	Meeting with client to discuss appeal.
9/17/03	Janet S Baer	4.50	Follow up on motions to be filed for October hearing including Sarbarnes Oxley, Florida tax, New York tax and futures rep (1.0); review Remedian Hatco settlement agreement and confer with L. Duff re same (.5); conference re Montana Vermiculite matter, strategy and issues (1.5); conference with counsel for the Montana Plaintiffs re same (.3); prepare revised Canadian status report (.7); prepare status memo re meeting to be filed for 10/27 hearing (.5).
9/17/03	James W Kapp	4.60	Review opposition to motion to extend preliminary injunction to include Montanna Vermiculite (1.0); review debtors reply thereto (.4); develop strategy re argument at 9/22 hearing re same (1.9); telephone conferences with D. Cohen re same (.9); telephone conference with P. Galbraith re same (.4).
9/17/03	Scott A McMillin	.30	Prepare for J. Thompson interview (.2); conference with S. Slusser re same (.1).
9/18/03	James W Kapp	1.60	Telephone conference with C. Pernicone re Gerard objection to extend injunction to cover Montanna litigation (.4); review correspondence from D. Cohen re Gerard objection (.1); review response to same (.2); review further opposition of Gerard to Debtors motion to extend injunction (.4); attend to Italian litigation settlement notice (.5).
9/18/03	Scott A McMillin	2.50	Prepare for and interview J. Thompson (1.3); conferences with S. Slusser re training and document gathering (.4); internal conferences re document gathering and investigation (.3); review training documents (.5).
9/19/03	James W Kapp	.30	Review correspondence from R. Cohen re further reply to Montanna Vermiculite motion (.1); review description of Italiana settlement (.2).
9/19/03	Scott A McMillin	.30	Conference with K. Ethier re interviews of Grace employees at 51st street.
9/22/03	Tiffany J Wood	2.50	Review schedules re Royal Indemnity and follow up re same (1.0); retrieve documents re Gerard appeal and prepare same for attorney review (1.5).
9/22/03	James W Kapp	.50	Conference with P. Galbraith re preparation of Montana Vermiculite order.
9/22/03	Christian J Lane	.70	Correspondence re Gerard appeal issues (.3); telephone conferences re Montana Vermiculite order (.4).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/23/03	James W Kapp	1.80	Revise Montana Vermiculite scheduling order (1.2); review correspondence from M. Shelnitz and W. Baker re revisions to settlement notice re Grace Italian (.4); review settlement notice re same (.2).
9/23/03	Christian J Lane	1.50	Review and revise notice of settlement of Italian patent litigation (.4); correspondence with client re same (.2); office conference re revisions (.2); telephone conferences re Montana Vermiculite order (.3); review proposed order (.4).
9/24/03	James W Kapp	2.0	Review modified Montana Vermiculite discovery order (.2); prepare correspondence to P. Galbraith re same (.4); review D. Cohen's revisions to Montana Vermiculite order (.3); reply to D. Cohen re same (.6); review revised order re same (.2); review D. Cohen correspondence re same (.2); review M. Shelnitz correspondence re Grace Italia settlement notice (.1).
9/26/03	James W Kapp	.20	Review correspondence re revisions to Montana scheduling order re Montana Vermiculite.
9/29/03	Janet S Baer	1.70	Confer with J. Kapp re status of MVC matter and other outstanding litigation (.3); confer with P. Sommers and K. Miller re discovery issues in Locke litigation (.4); review correspondence re MVC matter (.3); confer with litigation counsel for Grace re Locke discovery issue (.3); review Smolker response on motion to modify injunction (.4).
9/29/03	James W Kapp	1.00	Develop strategy re Montana Vermiculite injunction dispute.
9/30/03	Janet S Baer	.60	Confer with counsel for Holland's re Smolker response on Injunction motion (.3); docket various response dates re MVC and other related litigation (.3).
9/30/03	James W Kapp	1.30	Attend to issues re Montana Vermiculite scheduling order (.4); review Smolker opposition to modification of preliminary injunction motion (.8); review D. Cohen response re Montana Vermiculite scheduling order (.1).
9/30/03	Christian J Lane	1.50	Office conference re open litigation matters.
	Total hours:	95.50	

Matter 30 – Hearings – Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/05/03	James W Kapp	.10	Revise agenda for 9/22 hearing.
9/15/03	James W Kapp	.10	Review agenda for 9/22 hearing.
9/18/03	James W Kapp	.10	Telephone conference with P. Galbraith re 9/22 hearing.
9/22/03	James W Kapp	8.20	Review all materials in preparation for 9/22/03 hearing (5.9); attend hearing re same (1.6); conference with W. Sparks re same (.7).
9/22/03	Christian J Lane	.50	Telephone conferences with local counsel re matters for hearing including claims orders and fee auditor.
9/30/03	Janet S Baer	1.50	Office conference re status of all outstanding matters for October Omnibus hearing, related litigation issues and results of September Omnibus hearing.
	Total hours:	10.50	

Matter 32 – Fee Applications, Applicant – Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/02/03	Toni L Wallace	2.00	Review 8th quarterly project category spreadsheet from auditor (.6); revise 8th quarterly omnibus order (.9); review docket for filing information of other professionals fee applications (.4); e-mail correspondence with L. Ferdinand re same (.1).
9/04/03	Toni L Wallace	.30	Office conference re August monthly fee application.
9/09/03	Toni L Wallace	.20	Finalize omnibus order re eighth quarterly fee applications.
9/16/03	Toni L Wallace	.50	Update payment tracking chart (.1); review docket for filing information re monthly and quarterly fee applications, certificates of no objections and orders approving quarterly fee applications (.4).
9/19/03	Christian J Lane	1.00	Prepare August fee detail.
9/24/03	Christian J Lane	1.30	Prepare August fee detail.
9/25/03	Christian J Lane	.30	Correspondence re fee orders.
9/26/03	Toni L Wallace	2.50	Organize and forward ninth quarterly fee application category spreadsheet and fee and expense detail for ninth quarterly fee application to S. Bossay (.7); prepare draft of August fee application and exhibits to same (1.8).
9/29/03	Toni L Wallace	1.70	Prepare August monthly fee application and exhibits to same.
9/29/03	Toni L Wallace	1.60	Revise August fee application and exhibits to same.
9/30/03	Christian J Lane	1.00	Review August fee application.
	Total hours:	12.40	

Matter 37 – Plan and Disclosure Statement – Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/02/03	Janet S Baer	1.70	Attend to matters and respond to inquiries re Plan meetings (.5); conference with D. Siegel re same and follow up correspondence re same (.4); prepare transmittal letter re financial information (.4); follow up messages re Plan meetings (.4).
9/02/03	James W Kapp	.30	Attend to scheduling of meeting with property damage committee re plan.
9/03/03	Janet S Baer	2.30	Conference with S. Baena and D. Siegel re PD Plan meeting and related issues (.4); review and further revise Plan materials letter (.3); review Plan materials (.3); conference with A. Krieger re Grace Plan meeting and materials (.3); attend to matters re Grace Plan meetings (.5); draft motion re futures representative (.5).
9/04/03	Janet S Baer	1.30	Office conference re Asbestos Plan Summary project (.3); conference with A. Krieger re circulation of materials to EPA (.3); conference with D. Siegel re same (.2); follow up with A. Kreiger (.1); conference with D. Siegel re upcoming Plan meetings (.2); office conference re same (.2).
9/04/03	Rachel Schulman	.40	Office conference re working on plan and disclosure statement preparation by reviewing other debtor cases and analyzing confirmed plans and disclosure statements or currently pending plans and disclosure statements (.3); office conference re status on project (.1).
9/04/03	James W Kapp	.30	Review correspondence re meetings with committees re plan discussions.
9/08/03	Janet S Baer	1.00	Participate in telephone conference with Unsecured Creditors Committee re Plan proposal (.8); conference with D. Siegel and R. Tarola further re same (.2).
9/08/03	James W Kapp	1.20	Telephone conference with company and representatives of Property Damage Committee re plan formation issues.
9/10/03	James W Kapp	.20	Telephone conference with D. Siegal re conference with Property Damage Committee re plan formation.
9/11/03	Janet S Baer	1.30	Conference with Grace equity committee re plan proposal (1.0); further confer with D. Siegel re same (.3).
9/15/03	Rachel Schulman	4.50	Research current asbestos cases and status (1.5); read and review plans of reorganization (3.0).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/17/03	Rachel Schulman	5.50	Office conference re research project on updating plan information on old cases and verifying current information (.3); read and review Babcock and Wilcox plan of reorganization and summarize same (2.0); office conference re revised project (.2); continue review of plan of reorganization and summary of provisions (3.0).
9/17/03	Tracy J McCollom	5.00	Search court dockets for key precedent in major asbestos cases re plan of reorganization (3.5); create case summary tables re same (1.5)
9/17/03	James W Kapp	.40	Telephone conference with D. Siegel re plan proposal meetings with Committee.
9/19/03	Tracy J McCollom	4.00	Search court dockets for key precedent in major asbestos cases re plan of reorganization (2.8); create and update case summary tables re same (1.2).
9/22/03	Tracy J McCollom	6.00	Search court dockets for key precedent in major asbestos cases re plan of reorganization (4.5); create and update summary tables re same (1.5).
9/26/03	James W Kapp	.30	Follow-up re meetings with committees re plan formulation.
	Total hours:	35.70	

Matter 38 – Employment Applications, Others – Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/02/03	Christian J Lane	3.00	Draft retention motion re futures representative (2.5); office conference re same (.5).
9/04/03	Christian J Lane	1.30	Correspondence re retention of State Street (.1); revise application re futures representative (1.2).
9/05/03	Janet S Baer	1.70	Conference with D. Gross re Futures Motion and related issues (.3); office conference re same (.2); participate in conference call meeting with PI Committee re Chapter 11 Plan (.7); follow up conversation with R. Tarola and D. Siegel re same (.3); office conference re same (.2).
9/05/03	James W Kapp	1.20	Revise application of D. Gross as future claims representative (.8); review equity committee objection to retention of State Street Bank (.2); attend to response re same (.2).
9/05/03	Christian J Lane	2.50	Prepare for and participate in telephone with client and committee counsel re retention of State Street as independent fiduciary (1.0); correspondence re same (.3); review Equity Committee objection (.6); telephone conferences re same (.6).
9/08/03	Christian J Lane	2.30	Telephone conferences with client and committee counsel re State Street retention (1.5); draft response to objections (.8).
9/09/03	Christian J Lane	4.00	Telephone conferences with client re retention of State Street (.6); review objection of Creditor Committee (.3); draft response to objection (2.8); telephone conferences re retention of Sarbanes Oxley consultant (.3).
9/10/03	James W Kapp	1.10	Review unsecured committee objection to retention of State Street Bank (.3); review debtors response to objections of equity and unsecured committees re same (.8).
9/10/03	Christian J Lane	1.60	Telephone conferences with client re State Street retention (.5); revise response to Committee objections (.3); correspondence re Protiviti retention (.4); revise application (.4).
9/11/03	Christian J Lane	2.60	Telephone conferences with client re State Street retention (.5); revise response to Committee objections (1.6); correspondence re Protiviti retention (.2); revise application (.3).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/15/03	James W Kapp	1.20	Telephone conference with J. Forgash re retention of State Street as trustee to certain plans (.2); telephone conference with B. McGowen re indemnity of State Street's financial advisors (.3); telephone conference with P. Bilowz of Goodwin Procter re same (.2); telephones conference with J. Forgash re same (.5).
9/16/03	Janet S Baer	.80	Review draft Sarbanes Oxley retention motion (.3); prepare inquiry re appointment of J. Hamlin as Futures Representative (.3); office conference re same (.2).
9/16/03	James W Kapp	.20	Telephone conference with J. Forgach re State Street indemnification issues (.1); telephone conference with P. Bilowz re State Street retention application (.1).
9/17/03	James W Kapp	.40	Telephone conference with B. McGowen re State Street application (.2); telephone conference with P. Billows re same (.2).
9/18/03	James W Kapp	.50	Prepare response to correspondence from A. Kreger re continuation of State Street application (.4); telephone conference with P. Billows re State Street application (.1).
9/19/03	James W Kapp	.20	Attend to continuance of State Street motion.
9/22/03	Christian J Lane	2.50	Finalize application to retain Protiviti (1.3); telephone conferences with local counsel re same (.3); correspondence re same (.4); telephone conferences re State Street retention issues (.5).
9/23/03	James W Kapp	.30	Attend to potential supplement to State Street retention application.
9/26/03	James W Kapp	.10	Review correspondence from A. Krieger re State Street application.
	Total hours:	27.50	

Matter 41 – Tax Issues – Fees

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
9/02/03	Christian J Lane	1.30	Draft notice of settlement of tax audit (1.0); telephone conferences with client re same (.3).
9/04/03	Christian J Lane	1.50	Telephone conferences with client re tax settlement (.7); revise notice of settlement (.8).
9/05/03	Christian J Lane	1.00	Review and revise motion re Florida tax settlement (.6); telephone conference with client re same (.1); office conferences re same (.3).
9/08/03	Janet S Baer	.40	Review draft Florida tax motion.
9/08/03	Christian J Lane	2.30	Revise motion re Florida tax settlement (1.3); office conference re same (.5); telephone conference with client re same (.5).
9/09/03	Christian J Lane	1.50	Revise motion re Florida tax settlement.
9/10/03	Christian J Lane	.80	Telephone conference with client re tax settlement (.2); correspondence re same (.2); revise notice (.4).
9/11/03	Janet S Baer	.30	Review New York and Florida tax matters and confer re same.
9/11/03	Christian J Lane	1.00	Telephone conference with client re tax settlement (.2); correspondence re same (.2); revise notice and motion (.6).
9/14/03	Janet S Baer	.50	Review drafts of New York and Florida tax motions.
9/15/03	Janet S Baer	.80	Conference with E. Filon, S. Ahern and J. McFarland re New York and Florida tax issues.
9/16/03	Janet S Baer	.20	Review final Florida tax matter.
9/19/03	James W Kapp	1.00	Revise motion to authorize settlement of New York State Tax Audit.
9/19/03	Christian J Lane	3.00	Telephone conferences with client re tax settlements with New York and Florida (.8); revise motions re same (1.5); correspondence re same (.7).
9/22/03	Christian J Lane	2.20	Telephone conferences with client re tax settlement motion (.6); finalize motion re tax settlements (1.0); telephone conferences with local counsel re same (.6).
	Total hours:	17.80	